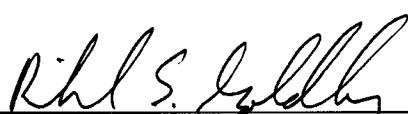


UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

SCANSOFT, INC.)
Plaintiff,)
v.) Civil Action No. 04-10353 PBS
VOICE SIGNAL TECHNOLOGIES, INC.,)
LAURENCE S. GILLICK, ROBERT S.)
ROTH, JONATHAN P. YAMRON, and)
MANFRED G. GRABHERR)
Defendants.)

UNDERTAKING OF RICHARD GOLDHOR, Ph.D.

The undersigned, Richard Goldhor, Ph.D., hereby acknowledges that he has read the Protective Order entered in connection with the case of *ScanSoft, Inc. v. Voice Signal Technologies, Inc., et al.*, Civil Action No. 04-CV-10353 PBS, that he understands the provision prohibiting the disclosure or use of protected information for any purpose or in any manner not connected with the prosecution or defense in this case, and that he agrees to be bound by all provisions of the aforesaid Protective Order, and that he submits to the jurisdiction of the United States District Court for the Massachusetts for purposes of enforcement of the undertakings he has made herein.



Richard Goldhor, Ph.D.
Principal
Grapevine Software